File

WHARF RESOURCES LTD. - 1973 REPORT

WHARF RESOURCES LTD.

Directors

John Cornwell,
Willowdale, Ontario
Petroleum Executive

Arthur Holding,
Chase, B.C.
Lumber Executive

Peter R. Kutney, P.Eng.,
Vancouver, B.C.
President,
Wharf Resources Ltd.

John E. Labrecque, P.Eng.
Calgary, Alberta
Vice-President,
Exploration & Production,
Coseka Resources Limited

Roland E. Legg, P.Eng.,
Vancouver, B.C.
Mining Consultant

Charles E. Michener, B.Sc., Ph.D.,
Toronto, Ontario
Consulting Geologist

J. Royden Morris,
Vancouver, B.C.,
Vice-President,
Coseka Resources Limited

David A. Sloan,
Vancouver, B.C.
Mining Consultant

Aerial photograph of Wharf Landusky Gold/Silver property North Eastern Montana, U.S.A.

Officers

President,
Peter R. Kutney, P.Eng.

Secretary,
Lauch F. Farris

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Vancouver, B.C. V6C 1E5

EXECUTIVE HEAD OFFICE
2190 - 1055 West Hastings Street,
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TRANSFER AGENT AND REGISTRAR
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SHARES LISTED
Mining Section -
Vancouver Stock Exchange

BANKERS
The Royal Bank of Canada,
1205 West Pender Street,
Vancouver, B.C. V6E 2V5

AUDITORS
Deloitte Haskins & Sells,
1055 West Georgia Street,
Vancouver, B.C. V6E 3P8

SOLICITORS
Lawrence & Shaw,
801 - 900 West Hastings Street,
Vancouver, B.C. V6C 1E5

WHARF RESOURCES LTD.

Report to The Shareholders

Wharf Resources Ltd. as presently constituted was formed April 30, 1973 by amalgamation of French Exploration Limited (wholly owned subsidiary of Coseka Resources Limited) and Wharf Resources Ltd. This is the first Annual Report of the newly formed Company.

As a result of the amalgamation the Company was completely reorganized with a new management and a new Board of Directors.

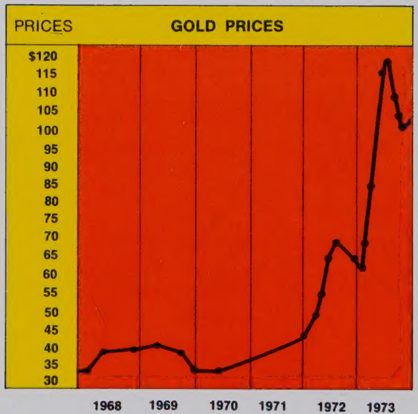
The amalgamation combined all the mineral properties and other assets of the old Wharf Company and all the mineral properties of Coseka Resources Limited's predecessor companies; Coin Canyon Mines Ltd., Niseka Mining Ltd. and The Cariboo Gold Quartz Company Limited.

The biggest highlight of the year was the dramatic increase in the price of gold and silver and the effects that such increases are having on the economic viability of Wharf's three gold and silver properties. Active exploration and development is currently underway on two of the properties and a work programme has been recommended on the third.

Landusky

On March 30, 1973 a Farmout Agreement was entered into with the Teck Mining Group Limited (Teck subsequently assigned the Agreement to its controlled subsidiary Pickle Crow Explorations Limited). Under the terms of the agreement, Pickle Crow must spend a minimum of $400,000 at no less than $100,000 per year to earn an interest in the property. Pickle Crow will then earn between a 60% to 65% interest depending upon the speed with which it carries out its programme. If and when Pickle Crow makes a production decision, Wharf has the option to convert its working interest to a 25% carried interest.

In July of this year Pickle Crow commenced an intensive drilling programme on the property. The objective of this programme is to prove up significant ore tonnage of $5.00 to $6.00 per ton grade to be mined by open pit operation on a major scale. Selective mining and preconcentrator screening procedures would be employed to upgrade the ore from $10.00 to $12.00 per ton.



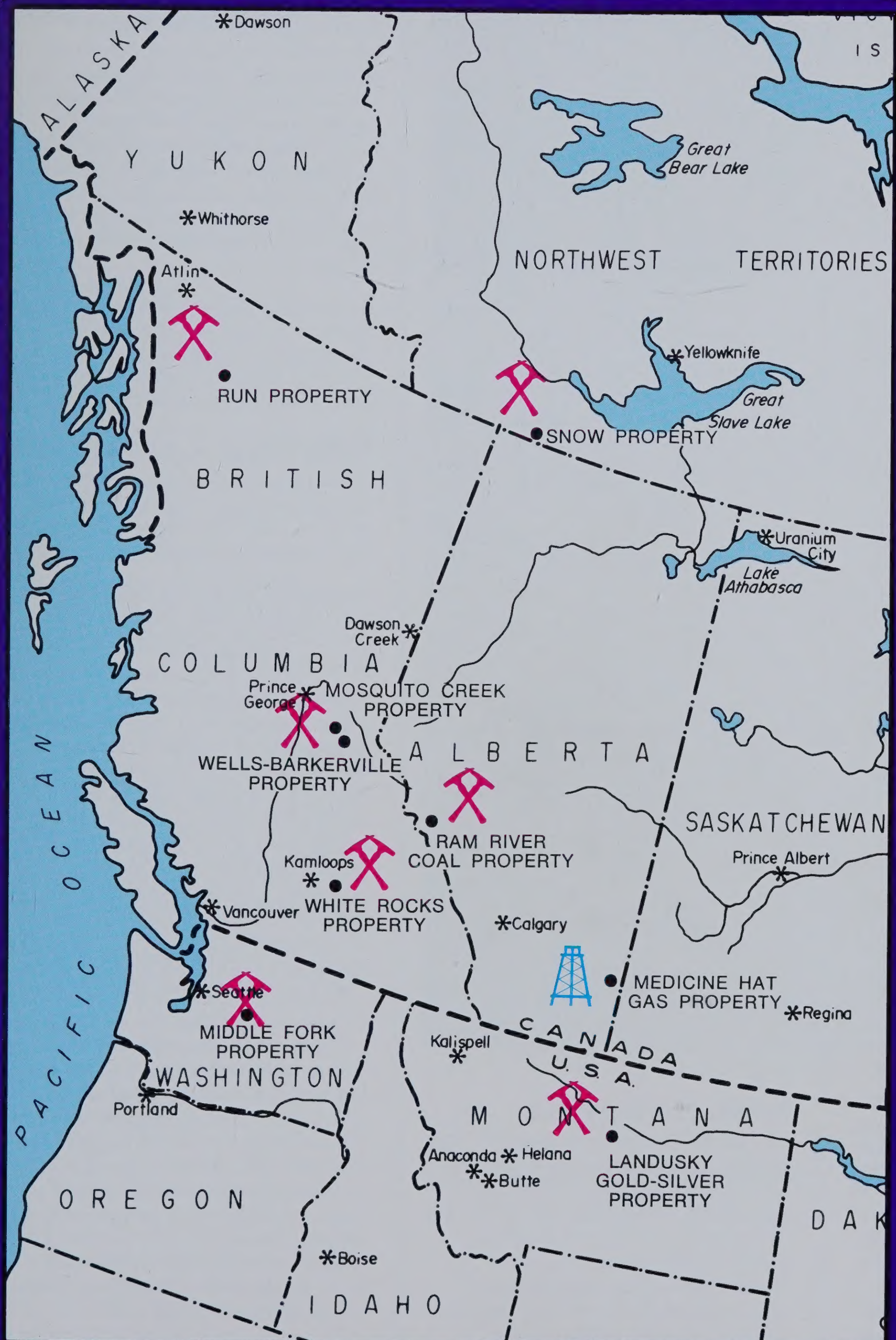
Previous exploration efforts on this property were hampered by the difficulty in obtaining representative sampling due to the fact that the gold and silver values occurred to a large degree in soft oxidized material in fracture zones in a porphyry formation. These difficulties seem to have been largely overcome by a unique drilling project employed by Pickle Crow. This new approach employs a rotary drill with dual wall rods using compressed air to circulate the cuttings to surface.

Pickle Crow reported that Phase I of their exploration programme was completed on September 20, 1973.

Initial drilling on the Gold Bug and Niseka zones has substantiated the presence of gold and silver mineralization in and adjacent to the main known fractures. The Gold Bug zone appears to be the better mineralized of the two being more intensely fractured and having a more favourable gold to silver ratio. Assay results of Phase I are reported on page 8 together with the drill plan and location map of the Landusky property.

Phase II of exploration, which commenced on October 17, 1973 is designed primarily to further delineate mineralization in the Gold Bug zone and to test the August zone, the largest of the known mineralized areas on the property.

Pickle Crow has reported that drilling penetration rates and costs have been substantially improved over the past months. Sufficient exploration funds are available to continue drilling geochemically anomalous areas and extensions of the main fracture zones.



Wharf Interest Mining Properties

Wharf Interest Gas Property

Run Property

Exploration has been underway on this property since the spring of 1972. The property is under development by Phelps Dodge Corporation of Canada Limited, who are required to expend a total of $750,000 in order to earn a 75% interest in the property (Wharf has a 21.25% **carried** interest). To date over $165,000 has been spent by the present operator and Wharf's management are hopeful that a similar amount will be spent on the property during the 1974 exploration season.

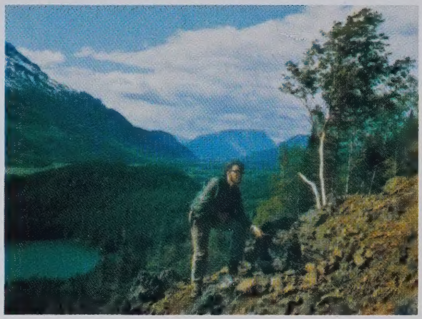
During 1972, Phelps Dodge carried out geochemical and geophysical surveys and drilled a total of four holes; three on I.P. anomalies and one based on surface showings. Three of the holes had mineralization of uneconomic grade and one hole had an interesting intersection of copper as shown in the following table:

Footage		Core	Assay	
FROM	TO	LENGTH	COPPER %	MoS_2%
19′	60′	41′	0.252	0.075
60′	150′	90′	0.079	0.042
150′	270′	120′	0.583	0.107
270′	617′	347′	0.087	0.031

The 1973 programme consisted of an extensive I.P. Survey which indicated the presence of several anomalous zones. Results of this survey are now being interpretated with the drill results and the initial I.P. Survey. Next year's exploration programme will be determined when the evaluation of these results have been completed.

Mosquito Creek

Wharf has a 17.76% share interest in The Mosquito Creek Mining Company Limited who owns 29 contiguous Crown Granted Mineral Leases immediately adjacent to Wharf's 100% owned 99 mineral claim block in the Wells-Barkerville area. In July of this year, Mosquito Creek entered into an agreement with Home Oil Company Limited whereby Home Oil, by carrying out



Geologist examining copper mineralized porphyry bluffs in the central portion of the Run Group.

a Three Stage work programme estimated to cost $1,400,000, will earn a 50% interest in the property. During the months of July and October of this year approximately 10,000′ of surface percussion drilling and 15,000′ of surface diamond drilling were completed. Based on the encouragement received to date, Home Oil has advised that they are proceeding with the Second Stage which involves underground operations.

Underground plans call for the driving of an adit from Mosquito Creek until the contact between the Rainbow and Baker formations has been encountered. Drifting on the contact will then proceed, as will the driving of one or two cross cuts. In addition to this underground work, a programme of underground drilling will be carried out in an effort to encounter ore bodies of sufficient tonnage to warrant the construction of a mill and, ultimately, the completion of the Third Stage of the proposed programme.

Wells-Barkerville

In August of this year at the request of your Company, the firm of Dolmage Mason & Stewart Ltd. submitted a report on the feasibility of reactivating the old Cariboo Gold Quartz properties at Wells-Barkerville. After detailed examination of the records of the two suspended gold mines on the property and having regard to the current gold price upon the economics of what constitutes an economically viable operation, the Consultants recommended an exploration and development programme estimated to cost $1.7 million. Your Company is currently in the process of attempting to negotiate an appropriate joint venture arrangement with a major Company.

A feature article on Wharf's Wells-Barkerville property appeared in the November 1973 issue of the E & M J Report, a leading international mining publication.

Ram River Coal Leases

The company owns two blocks of coal leases in the Nordegg area of Alberta. The blocks are 9,680 acres and 2,240 acres, respectively.

A limited exploration programme consisting of field reconnaissance and drilling was carried out on this property in 1971.

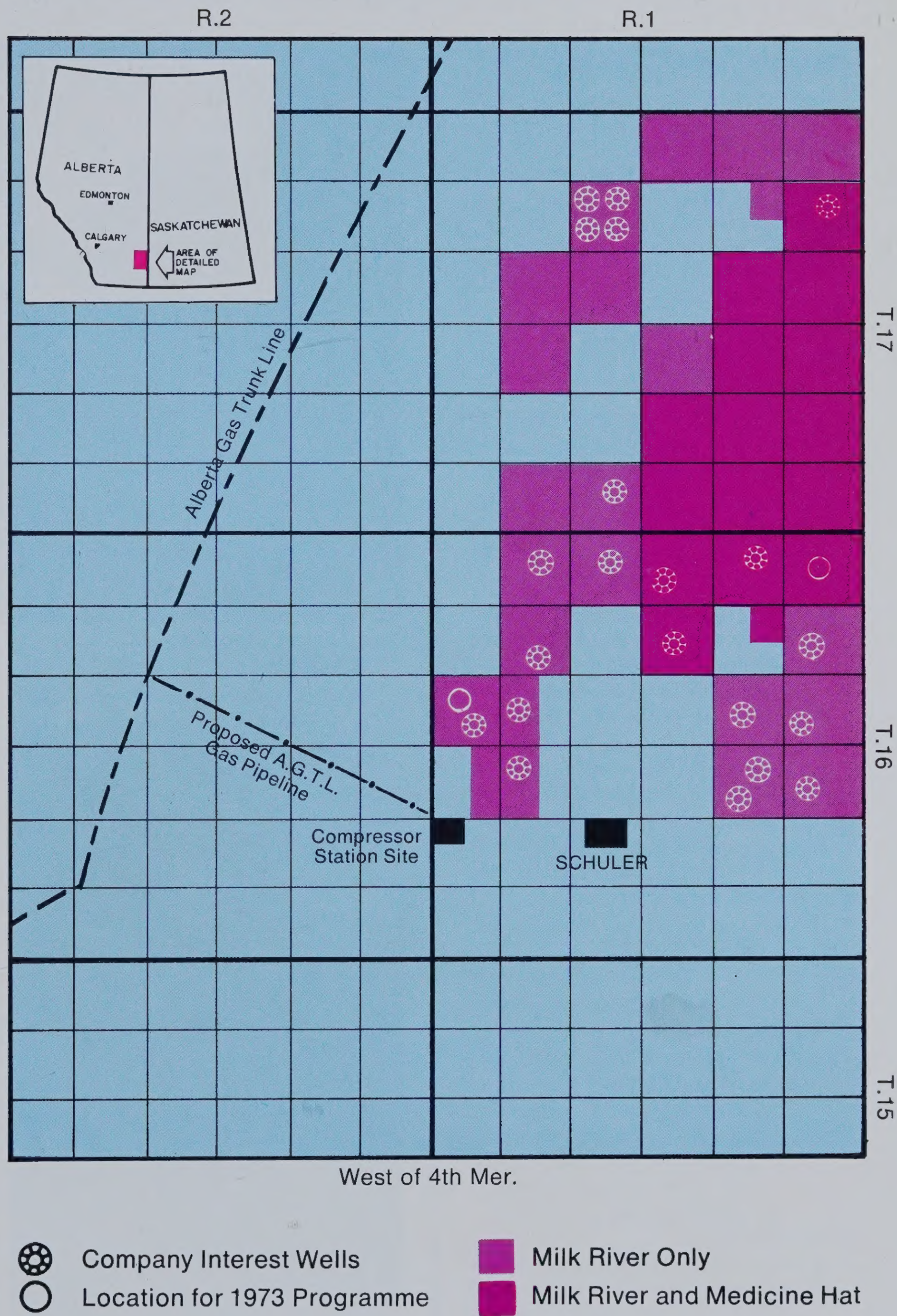
The evidence derived from this work indicates that coal of coking grade is present in several places within Block 1 (the 9,680 acre block). An area of approximately 2,500 acres of Block 1 is underlain by the Luscar Formation (coal bearing horizon), and in the opinion of one independent geologist, the lease "could reasonably be assumed to contain approximately 50 million tons of coking coal in seams of mineable width".

Energy in all forms has recently become a very valuable commodity. Economists and Scientists are forecasting a continuous unfavourable trend in the energy supply-demand relationship extending beyond the next decade. Accordingly, the company plans to retain its coal leases by continuing to pay annual Crown rentals of $1.00 per acre. A recently recommended Phase II work programme is being reviewed by the Directors of Wharf.

Medicine Hat Gas

In order to sustain an active mineral exploration and development programme, it is essential that a company has a continuous source of revenue. Accordingly, your management has acquired a 25% interest in 23,040 acres of a semi-proven natural gas property in association with its parent Company, Coseka Resources Limited. This property is located in Southeastern Alberta and cover rights to the Milk River formation and 9,600 acres of Medicine Hat formation. In early October of this year a Gas Sales Agreement was concluded with Trans Canada Pipe Line Company at a starting price of 26¢ per one thousand cubic feet (58% higher than the average price being paid for gas at the well-head in Alberta during 1972). This agreement has an additional favourable feature in that the price to be paid is subject to renegotiation prior to November 1974 and every two years thereafter.

Development of this property will take place in two or three stages as available capital permits. The first stage of 1973 development is virtually completed with a total of 13 wells drilled out of 15 planned (including 4 dual Milk River/ Medicine Hat completions for a total of 18 producing wells). Results from the wells drilled to date are above expectation. They have been characterized by the independent engineering firm in charge of the drilling and completion programme as "above average wells for the area". The wells will be on stream producing revenue in early 1974 as soon as the gathering system and compressing plant is installed. Ultimately, a total of approximately 87 wells will be drilled for primary depletion of the reserves. More wells will be added in future years to offset production decline.



Middle Fork Property

Wharf has a 3.5% interest in this potential porphyry-type copper mine which is located in the State of Washington, U.S.A. To date, approximately 175 million tons of indicated ore has been established and exploration work is continuing to extend the known mineralized zones. The property is currently under development by Cities Service Minerals Corporation.

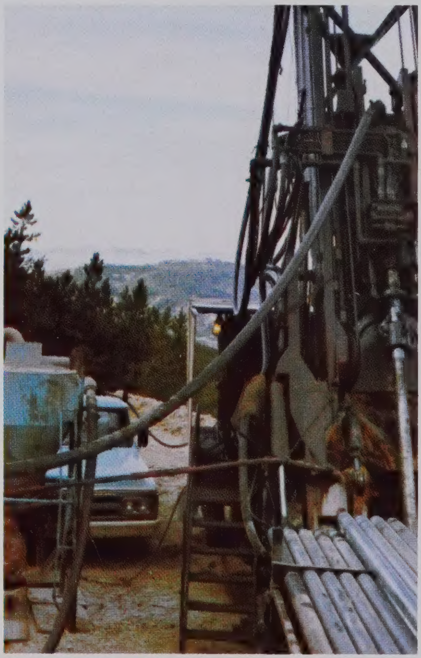
Your Company is attempting to negotiate a participation in a high grade lead-zinc and silver discovery near Faro in the Yukon Territories. This discovery was made late this year by a private Syndicate.

The year 1974 should prove to be an exciting one for your Company. As stated earlier, work is in progress on two of the Company's gold and silver properties, with reasonable expectation that active exploration and development work will be underway on 4 gold properties in which your Company will have a significant interest.

On Behalf of the Board,

P. R. Kutney,
President.
November 30, 1973.

Rotary drilling rig utilizing down the hole hammer. — Landusky Property.



On site at August zone. Largest of known deposit on Landusky property.

FEATURE MINING DEVELOPMENT

Landusky Gold - Silver Property

MONTANA, U.S.A.

Since 1966, intermittent exploration programmes, including diamond drilling and underground tunneling, have been carried out with varying degrees of success. The object of this entire programme was to bring about a successful open-pit operation on a major scale. One of the difficulties encountered in proving ore reserves on this property was due to the nature of the ore occurrences. The gold and silver values occur to a large degree in soft oxidized material in fracture zones in a porphyry formation. Past diamond drilling proved unreliable due to lack of recovery of this "fine" material. Vertical percussion drilling also has its limitations due to the rear vertical fracture system present. Pickle Crow's results have been obtained by an unusual drilling approach. This new approach employs a rotary drill (capable of drilling inclined holes) with dual wall rods using compressed air to circulate the cuttings to surface. Recoveries by this system have proven to be very satisfactory.

In a report dated September 1972, Mr. R. E. Legg, M.E., stated that the indicated reserves on the Landusky Property "have been calculated at 192,000,000 tons for a length of 3,000 feet, an average width of 1,600 feet and to a depth of 400 feet which tonnage would have an ore grade of 0.025 oz. gold and 1.6 oz. silver". At current metal prices (gold at $100.00 per oz. and silver at $3.00 per oz.) this equates to $7.30 per ton.

Based on Mr. Legg's extensive work on the property, he has concluded that the ore grade can be materially upgraded by a process of in-pit sorting, followed by screening. He postulates that two-thirds of the 192 million tons can be disgarded in an open-pit operation (at low cost due to favourable topography) and the remaining one-third, namely 64 million tons, will be available for the crushing plant. He estimates, based on screening tests, that the 64 million tons available for crushing would average 0.05 oz. gold and 2.0 oz. silver, would, after screening, produce for the grinding unit 25.6 million tons averaging 0.075 oz. gold and 3.0 oz. silver.

Conservatively, estimating recoveries of 80% for gold and 60% for silver, Mr. Legg has projected the following operating results. It should be pointed out that these projections are based on indicated ore grades **prior to** the drill results obtained by Pickle Crow.

Projected Operating Results

After in-pit sorting, followed by crushing and screening procedures, the average gold and silver assays of the ore to be sent to the grinding mills is estimated to be 0.075 oz. gold and 3.0 oz. silver.

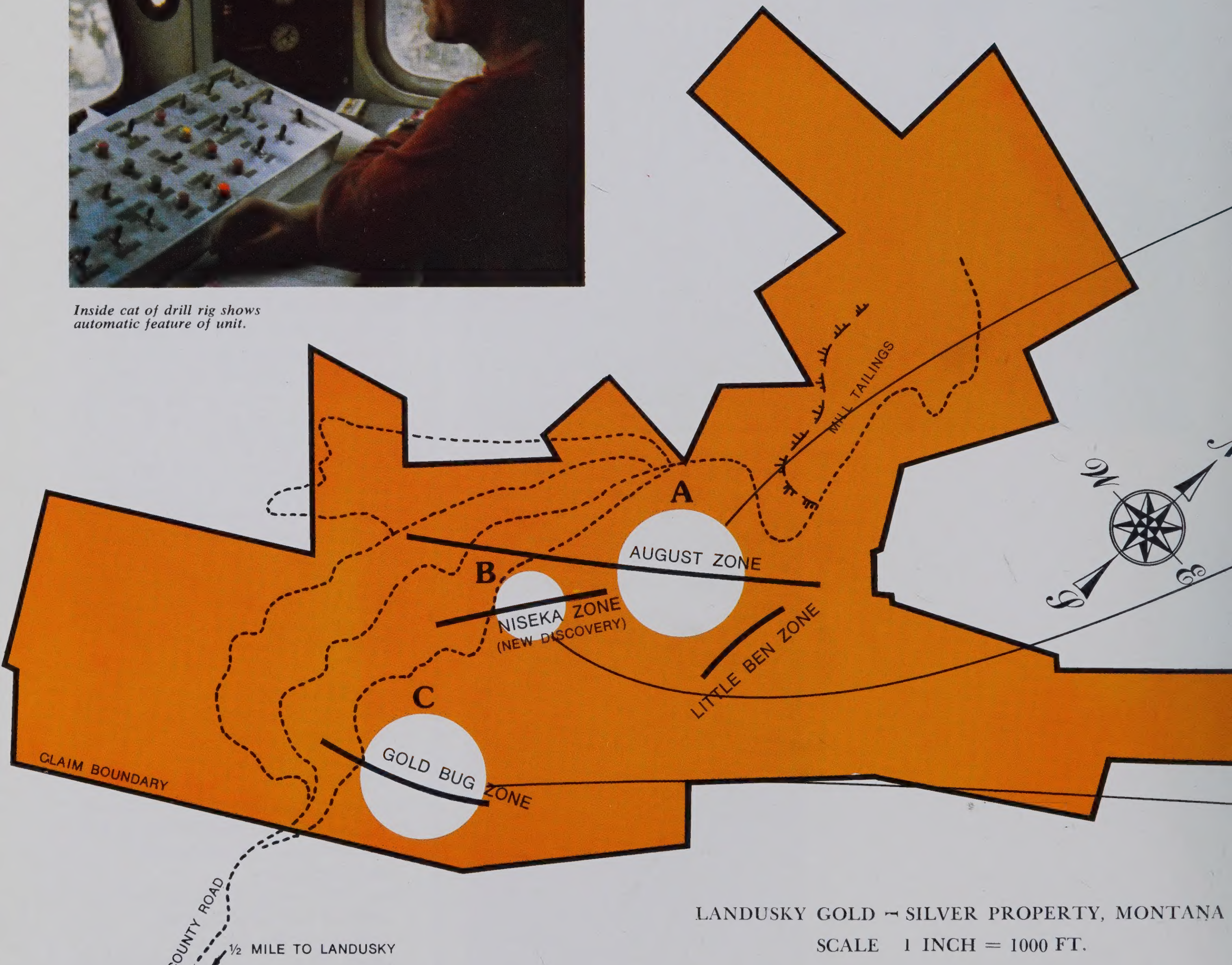
Total value in one ton assaying 0.075 oz. gold and 3.0 oz. silver is calculated as follows, taking gold at $100.00 per oz. and silver at $3.00 per oz.

Gold 0.075 ozs. @ $100.00	$ 7.50
Silver 3.0 ozs @ $ 3.00	$ 9.00
Total Value per ton	$16.50
Mill Recoveries - Gold 80%	
Silver 60%	
Total Recoverable Value Per Ton:	
Gold - $7.50 x 80%	$ 6.00
Silver - $9.00 x 60%	$ 5.40
Total Recoverable Value Per Ton	$11.40
Operating Cost Per Ton	$ 4.25
Operating Profit Per Ton (before taxes, depreciation and depletion)	$ 7.15
Total Operating Profit on 25.6 million tons of indicated reserves to the grinding units	$183,040,000.00

The assay results from the current drilling program are shown on the following page together with a Property Map and Drill Plan. If further drilling results are equally favorable we anticipate that this property will become a very large open pit operation for gold and silver.

Inside cat of drill rig shows automatic feature of unit.

Landusky Property Map

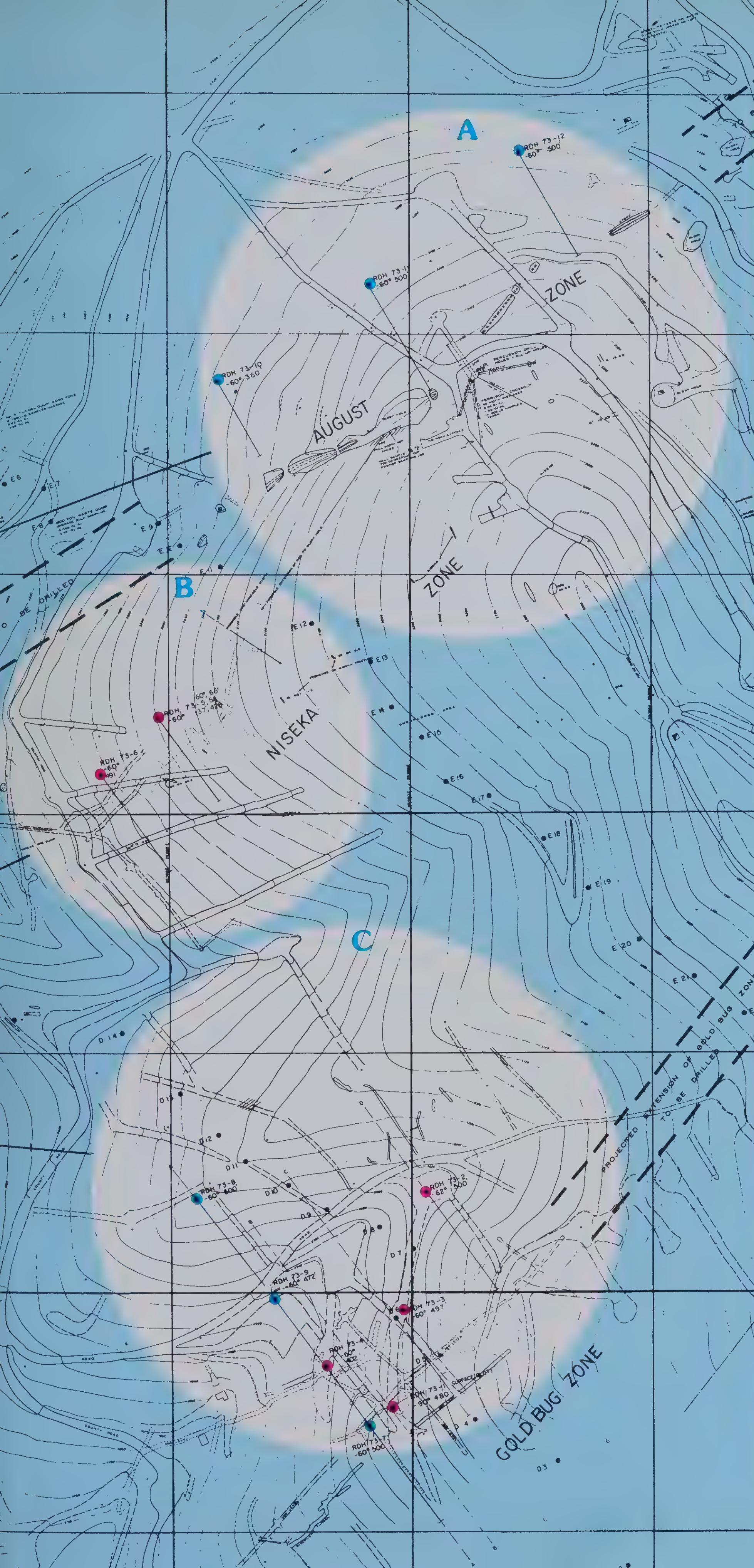


ASSAY RESULTS

	Hole No.	Zone	From	To	Footage	Gold (oz. per Ton)	Silver (oz. per Ton)	Value / Ton*
●	RDH 73-1	Gold Bug	190′	480′	290′	0.10	3.87	$21.61
●	RDH 73-2	Gold Bug	270′	430′	160′	0.035	0.61	5.33
●	RDH 73-3	Gold Bug	210′	290′	80′	0.036	1.90	9.30
●	RDH 73-4	Gold Bug	18′	350′	332′	0.049	1.51	9.43
		Gold Bug	220′	350′	130′	0.075	1.52	12.06
●	RDH 73-5	Niseka	110′	160′	50	.018	6.52	21.36
●	RDH 73-5A	Niseka	90′	125′	35	.015	2.63	9.39
●	RDH 73-6	Niseka	130′	160′	30	.035	2.32	10.46

*Gold @ $100. per o
Silver @ $3.00 per

● D&E symbols on Drill Plan opposite are Geochemical Sample Sites. ● Phase 2 drilling as of November 15, 197




Cyclone for sample collection.


Storage Area for drill cutting samples.

Balance Sheet

AS AT JULY 31, 1973
(with April 30, 1973 figures for comparison)

ASSETS

	July 31	April 30
CURRENT ASSETS		
Cash	$ 1,239	$ 4,658
Term deposits	—	200,000
Prepaid expenses	75	—
Total current assets	1,314	204,658
INVESTMENTS (Note 2)	145,000	125,000
MINERAL PROPERTIES (Note 3)	855,857	831,564
PETROLEUM AND NATURAL GAS PROPERTIES (Note 4)	190,744	—
PROPERTY, PLANT AND EQUIPMENT (Note 5)	45,551	33,500
Less accumulated depreciation	77	—
Net property, plant and equipment	45,474	33,500
INCORPORATION COSTS	9,438	3,093
TOTAL	$1,247,827	$1,197,815

The accompanying notes are an integral part of the financial statements.

LIABILITIES AND SHAREHOLDERS' EQUITY

	July 31	April 30
CURRENT LIABILITIES:		
Bank loan - demand	$ 20,000	$ —
Accounts payable and sundry liabilities	21,622	—
Due to Coseka Resources Limited	20,462	3,661
Total current liabilities	62,084	3,661
SHAREHOLDERS' EQUITY:		
Share capital (Note 1):		
Authorized:		
7,500,000 common shares of no par value		
Issued and fully paid:		
5,101,251 shares	1,194,154	1,194,154
Deficit	8,411	—
Net shareholders' equity	1,185,743	1,194,154

APPROVED BY THE BOARD:

Director

JR Morris Director

TOTAL	$1,247,827	$1,197,815

The accompanying notes are an integral of the financial statements.

Statement of Loss and Deficit

FOR THE PERIOD FROM DATE OF AMALGAMATION,
APRIL 30, 1973, TO JULY 31, 1973

REVENUE - Natural Gas	$ 401
COST OF PRODUCTION:	
Operating expenses	196
Royalties	70
Depletion and depreciation	29
Total cost of production	295
GROSS PROFIT	106
ADMINISTRATIVE EXPENSES - Schedule 1	225
LOSS FROM OPERATIONS	119
OTHER INCOME:	
Gain on sale of idle assets	213
Interest income (net)	630
Total other income	843
LOSS BEFORE OTHER CHARGES	724
OTHER CHARGES:	
Wells-Barkerville townsite - net expenses (including depreciation of $75)	3,597
LOSS FOR THE PERIOD	2,873
Add deferred exploration and development expenses written off - Schedule 2	5,538
DEFICIT AS AT JULY 31, 1973	$ 8,411

Statement of Source and Application of Funds

FOR THE PERIOD FROM DATE OF AMALGAMATION,
APRIL 30, 1973, TO JULY 31, 1973

FUNDS APPLIED:	
Loss for the period	$ 2,873
Less depreciation and depletion	104
Total funds applied to operations	2,769
Purchase of investments	20,000
Expenditures on mineral properties	29,831
Expenditures on petroleum and natural gas properties	190,771
Expenditures on production facilities	12,051
Cost of amalgamation	6,345
Total funds applied	261,767
WORKING CAPITAL AS AT APRIL 30, 1973	200,997
WORKING CAPITAL DEFICIT AS AT JULY 31, 1973	$ 60,770

The accompanying notes are an integral part of the financial statements.

Notes to The Financial Statements

JULY 31, 1973

1. AMALGAMATION:

Wharf Resources Ltd. (Wharf) and French Exploration Ltd. (French) amalgamated under the continuing name of Wharf Resources Ltd. on April 30, 1973 pursuant to Section 178 of the Companies Act, British Columbia.

Under the terms of the amalgamation, shares of Wharf Resources Ltd. (the amalgamated company) have been issued on the following basis:

—1 share of the amalgamated company for each share outstanding of Wharf
—410 shares of the amalgamated company for each share outstanding of French

The issued share capital as at the date of amalgamation was as follows:

	Original Shares	Amalgamated Shares	Deemed Consideration
Wharf	1,001,251	1,001,251	$ 981,503
Deduct deficit		—	764,086
		1,001,251	217,417
French	10,000	4,100,000	10,000
Add premium on issuance		—	970,002
			980,002
Deduct deficit		—	3,265
		4,100,000	976,737
TOTAL		5,101,251	$1,194,154

2. INVESTMENTS:

The company holds the following investments for which there was no quoted market value as at July 31, 1973:

Mosquito Creek Gold Mining Company Limited (N.P.L.):	
250,000 shares	$125,000
Kapvik Exploration Ltd.:	
16,000 shares	20,000
TOTAL	$145,000

3. MINERAL PROPERTIES:

A. Accounting policy:

The company follows the practice of capitalizing in its accounts all costs, including a portion of administrative expenses, relating to the exploration for and development of mineral properties. If a property is abandoned the aggregate of the costs related to it are charged to deficit at that time.

The amount shown on the balance sheet for mineral properties is made up of the following:

(a) Landusky, Montana - option (see B. below)	$380,845
(b) Wells-Barkerville gold property	99,720
(c) Ram River coal leases	230,510
(d) 21.25% non-assessable interest in 68 claims in the Laird Mining Division subject to a joint venture agreement	37,580
(e) Varying interests in seven other properties	80,050
(f) Deferred exploration and development costs - Schedule 2	27,152
TOTAL	$855,857

These amounts represent costs to date, including values ascribed for shares issued or received in exchange therefor, less amounts written off.

B. The company has an option to purchase certain mineral claims in the State of Montana. The $330,000 balance remaining to be paid is payable as follows:

—Option payment August 16, 1973 - $10,000 plus 10% of development costs expended on the property in excess of $100,000

—Balance due August 16, 1974

On March 1, 1973, French entered into an agreement with Teck Mining Group Limited (Teck), whereby French granted an option to Teck to acquire an undivided interest in this option agreement. Under the terms of the agreement Teck paid French $20,000 on execution and will be required to expend $400,000 ($100,000 by March 15, 1974) on exploration and development of the property and, depending upon the speed with which the monies are expended, will earn an undivided interest of 60% to 65% in the properties. Teck will also be responsible for making the required option payments referred to above; however, if Teck decides to put the property in production, Wharf will be responsible for its pro-rata share of such option payments.

The agreement is subject to confirmation by Teck's counsel of the titles to the property.

4. PETROLEUM AND NATURAL GAS PROPERTIES:

A. Accounting policy:

The company follows the full cost method of accounting for intangible costs related to petroleum and natural gas properties. Under this method all such costs, including a portion of administrative expenses, relating to the exploration for and development of oil and natural gas reserves are capitalized. Proceeds received from disposal of properties are credited against accumulated costs. Depletion of such net costs is provided for by the unit-of-production method based on the company's total estimated recoverable reserves of all properties.

B. Properties:

The company has a 25% interest in a property in the Medicine Hat area managed by its parent company Coseka Resources Limited.

5. PROPERTY, PLANT AND EQUIPMENT:

Property, plant and equipment is recorded at cost. Production facilities are being depreciated by the unit-of-production method. The automotive equipment is being depreciated by the declining-balance method at a rate of 30%.

	Cost	Accumulated Depreciation
Petroleum and natural gas production facilities	$ 12,051	$ 2
Wells-Barkerville property		
—Land	13,500	—
—Idle buildings and equipment	19,000	—
Automotive	1,000	75
TOTAL	$ 45,551	$77

Schedule of Administrative Expenses

SCHEDULE 1

FOR THE PERIOD FROM DATE OF AMALGAMATION,
APRIL 30, 1973, TO JULY 31, 1973

ADMINISTRATIVE EXPENSES:	
Consulting fees	$ 3,733
Legal and audit	5,916
Management fee	2,000
Sundry	217
Telephone	292
Transfer agent and Stock Exchange fees	1,099
Travel and promotion	363
Total administrative expenses	13,620
Deduct portion allocated to:	
Petroleum and natural gas properties	560
Mineral properties deferred exploration and development expenses	12,835
	13,395
Net administrative expenses	$ 225

Schedule of Deferred Exploration and Development Costs — Mineral Properties

SCHEDULE 2

FOR THE PERIOD FROM DATE OF AMALGAMATION,
APRIL 30, 1973, TO JULY 31, 1973

	Total to April 30, 1973	Current Expenditures	Allocated Administrative Costs	Transferred to Deficit	Total to July 31, 1973
Earl Group	$ 377	$ —	$ —	$ —	$ 377
Strike Lorna	4,307	50	42	—	4,399
Ram River Coal Leases	—	11,800	9,984	—	21,784
Landusky (Montana)	—	96	81	—	177
Ruttan Lake	—	225	190	—	415
General	—	3,000	2,538	5,538	—
TOTAL	$ 4,684	$ 15,171	$ 12,835	$ 5,538	$ 27,152

Auditors' Report

To the Shareholders of
Wharf Resources Ltd.:

We have examined the balance sheet of Wharf Resources Ltd. as at July 31, 1973 and the statements of loss and deficit and source and application of funds for the period from date of amalgamation, April 30, 1973, to July 31, 1973. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances, except that we were unable to obtain a current opinion as to the company's title to the Landusky mineral property in the State of Montana, U.S.A.; which mineral property is included in the accompanying balance sheet at a cost of $381,022.

In our opinion, except for our inability to satisfy ourselves concerning title to the Montana property referred to in the preceding paragraph, these financial statements present fairly the financial position of the company as at July 31, 1973 and the results of its operation and the source and application of its funds for the three months ended July 31, 1973, in accordance with generally accepted accounting principles consistently applied.

Vancouver, B.C.
October 12, 1973

DELOITTE, HASKINS & SELLS
Chartered Accountants

Wells – Barkerville

Wharf's six-apartment buildings
in the foreground overlooking
the town of Wells on left.

LITHO'D IN CANADA O'BRIEN PRESS 50